

33-55-12
STATE OF WEST VIRGINIA
COUNTY OF WETZEL

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SUPPLEMENTAL DEED, ASSIGNMENT AND CONVEYANCE

WHEREAS, by Deed, Assignment, and Conveyance dated October 28, 1986, and recorded in Volume 319, Page 397 of the records of WETZEL County, West Virginia, Pennzoil Company assigned certain properties to Pennzoil Products Company; and

WHEREAS, certain properties intended to be conveyed were not specifically listed on said Deed, Assignment and Conveyance; and

WHEREAS, Pennzoil Company desires to supplement said Deed, Assignment and Conveyance to include those additional properties.

NOW, THEREFORE, PENNZOIL COMPANY, a Delaware corporation ("Grantor"), for and in consideration of the sum of Ten Dollars (\$10.00) cash and other good and valuable consideration to it in hand paid by PENNZOIL PRODUCTS COMPANY, a Nevada corporation, whose address is P. O. Box 2967, Houston, TX 77252-2967 ("Grantee"), the receipt and sufficiency of which are hereby acknowledged, has granted, bargained, sold, conveyed, assigned, transferred, set over and delivered, and by these presents does hereby grant, bargain, sell, convey, assign, transfer, set over and deliver

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unto Grantee, effective as of 7:00 a.m. local time on November 1, 1986, the following described property (hereinafter sometimes called the "Subject Property"):

(a) all fee interests, easements, rights of way, leases, subleases, royalty interests, and all other interests of whatever kind or character owned by Grantor in land situated in the state of West Virginia (excluding only those certain lands in West Virginia conveyed by Grantor to Richland Development Corporation by Deed, Assignment and Conveyance, dated October 28, 1986, and effective November 1, 1986), including, but not by way of limitation, those interests described in Exhibits A through F attached hereto and made a part hereof (the "Real Property Interests") and any and all buildings and improvements of every type, kind and character situated upon the Real Property Interests.

(b) all of Grantor's right, title and interest in, to or derived from:

(i) all easements, rights of way, permits, licenses, servitudes or other interests in any way relating to the Real Property Interests;

(ii) all equipment and other tangible personal property (including but not limited to vehicles), fixtures and improvements situated upon the Real Property Interests or used or held for use in connection with the operation of or the conduct of business at or in connection with the Real Property Interests;

(iii) all sales, purchase, exchange and processing contracts and agreements, transportation and charter agreements, gas purchase agreements, utility agreements, distributor agreements and all other contracts or agreements of whatever kind or character affecting or relating to the Real Property Interests or any part thereof; and

(iv) all inventories of hydrocarbon products and accounts receivable in connection with the sale of such hydrocarbon products.

This Deed, Conveyance and Assignment is made subject to all valid and subsisting restrictions, exceptions, reservations, conditions, encumbrances, interests, instruments and other matters of record (the "Encumbrances").

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TO HAVE AND TO HOLD the Subject Property, subject to the Encumbrances, together with all and singular the rights and appurtenances thereto in anywise belonging unto Grantee, its successors, assigns and legal representatives forever; and Grantor does hereby bind itself and its successors and assigns to warrant and forever defend all and singular the Real Property Interests, subject to the Encumbrances, unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through or under Grantor, but not otherwise. This Deed, Assignment and Conveyance is made with full substitution and subrogation of Grantee in and to all covenants and warranties by others heretofore given or made with respect to the Subject Property or any part thereof.

So-long as authorized by applicable law so to do, Grantor agrees to execute, acknowledge and deliver all and every such further acts, conveyances, notices, releases and acquittances and such other instruments as may be necessary or appropriate more fully to assure to Grantee or its successors or assigns all of the properties, rights, titles, interests, estates, remedies, powers and privileges by this instrument granted, bargained, sold, conveyed, assigned, transferred, set over and delivered, or otherwise vested in Grantee or intended so to be.

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IN WITNESS WHEREOF, Grantor has executed this instrument this
31 day of August, 1987, but effective as of the date and
time first above written.

PENNZOIL COMPANY

By N. J. Luke
N. J. LUKE
Vice President

Mark W. McIntosh
Assistant Secretary
[Corporate Seal]

Executed by all parties in the
presence of the undersigned
competent witnesses:

Witness

Witness

THE STATE OF TEXAS §

COUNTY OF HARRIS §

BE IT REMEMBERED, that I, Judy Lane,
a Notary Public duly qualified, commissioned, sworn and
acting in and for the county and state aforesaid, hereby
certify that on this 31 day of August, 1987, there appeared
before me N. J. LUKE, residing at 13727 Tosca Lane, Houston,
Texas 77079, a vice president of Pennzoil Company, a Delaware
corporation, a party to the foregoing instrument.

Such person has this day in my said county, before
me, acknowledged the said instrument to be the act and deed
of Pennzoil Company, a Delaware corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
official seal, in the County of Harris and State of Texas,
this 31 day of August, 1987.

Judy Lane
Notary Public

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JUDY LANE
Notary Public for the State of Texas
My Commission Expires 8/2/89

"DECLARATION OF CONSIDERATION
OF VALUE"

The undersigned does hereby declare that the transfer
involved in the document to which this declaration is
appended is not subject to the State excise tax upon the
privilege of transferring real estate for the reason
designated as follows:

Transferring property from parent company to
subsidiary without consideration.

Given under my hand this 31 day of August, 1987.

Ralph B. Burch
RALPH B. BURCH
P. O. Box 2967
Houston, Texas 77252

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EXHIBIT "A"
LEASEHOLD ACREAGE
STATE OF WEST VIRGINIA

16:02 MONDAY, AUGUST 24, 1987 137

COUNTY=METZEL

LEASE NO.	GRANTOR	GRANTEE	RECORDING DATA	MONTH	DAY	YEAR
991550	STEVENS, JOHN, ET UX	SOUTH PENN OIL COMPANY	BK.35 PG.356	9	26	1891
991551	STEVENS, JOHN, ET UX	SOUTH PENN OIL COMPANY	BK.35 PG.356	9	26	1891
1003750	BLACKSHERE, JNO., ET AL	SOUTH PENN OIL COMPANY	BK.35 PG.547	2	20	1892
1003751	BLACKSHERE, JNO., ET AL	SOUTH PENN OIL COMPANY	BK.35 PG.547	2	20	1892
1003752	BLACKSHERE, JNO., ET AL	SOUTH PENN OIL COMPANY	BK.35 PG.547	2	20	1892
1003753	BLACKSHERE, JNO., ET AL	SOUTH PENN OIL COMPANY	BK.35 PG.547	2	20	1892
1003754	BLACKSHERE, JNO., ET AL	SOUTH PENN OIL COMPANY	BK.35 PG.547	2	20	1892
1003755	BLACKSHERE, JNO., ET AL	SOUTH PENN OIL COMPANY	BK.35 PG.547	2	20	1892
1003756	BLACKSHERE, JNO., ET AL	SOUTH PENN OIL COMPANY	BK.35 PG.547	2	20	1892
1005250	PETERSON, B. WALKER, ET UX	SOUTH PENN OIL COMPANY	BK.35, PG.588	3	5	1892
1005251	PETERSON, B. WALKER, ET UX	SOUTH PENN OIL COMPANY	BK.35, PG.588	3	5	1892
1005252	PETERSON, B. WALKER, ET UX	SOUTH PENN OIL COMPANY	BK.35, PG.588	3	5	1892
1005253	PETERSON, B. WALKER, ET UX	SOUTH PENN OIL COMPANY	BK.35, PG.588	3	5	1892
1005254	PETERSON, B. WALKER, ET UX	SOUTH PENN OIL COMPANY	BK.35, PG.588	3	5	1892
1005255	PETERSON, B. WALKER, ET UX	SOUTH PENN OIL COMPANY	BK.35, PG.588	3	5	1892
1005256	PETERSON, B. WALKER, ET UX	SOUTH PENN OIL COMPANY	BK.35, PG.588	3	5	1892
1005257	PETERSON, B. WALKER, ET UX	SOUTH PENN OIL COMPANY	BK.35, PG.588	3	5	1892
1005258	PETERSON, B. WALKER, ET UX	SOUTH PENN OIL COMPANY	BK.35, PG.588	3	5	1892
1005259	PETERSON, B. WALKER, ET UX	SOUTH PENN OIL COMPANY	BK.35, PG.588	3	5	1892
1006050	NORRIS, J.M., ET UX	SOUTH PENN OIL COMPANY	BK.35 PG.572	3	14	1892
1013750	DANKON, CASSEY A.	SOUTH PENN OIL COMPANY	BK.36 PG.193	2	16	1892
1019250	ROBINSON, L. G., ET AL	SOUTH PENN OIL CO	BK. 36, PG. 247	3	23	1892
1019251	ROBINSON, L. G., ET AL	SOUTH PENN OIL CO	BK. 36, PG. 247	3	23	1892
1020350	NORRIS, D. S.	H. L. SMITH	BK.36 PG.142	2	24	1892
1021250	RIGGS, H. A., ET UX	H. L. SMITH	BK36 PG117	2	29	1892
1021550	HODGE, M. V., EXEC. & DEVISEE	H. L. SMITH	BK36 PG245	3	9	1892

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EXHIBIT "C"
ROYALTY FEE ACREAGE
STATE OF WEST VIRGINIA

16:06 MONDAY, AUGUST 24, 1987 15

COUNTY=METZEL

LEASE NO.	GRANTOR	GRANTEE	RECORDING DATA
280400	ENSHINGER, R. L.	SOUTH PENN OIL CO.	BK.46, PG.560
280500	ENSHINGER, J. F., ET UX	SOUTH PENN OIL CO.	BK.46, PG.562
280600	ENSHINGER, G. M., ET UX	SOUTH PENN OIL CO.	BK.46, PG.563
280700	HAYSE, J. P., ET UX	SOUTH PENN OIL CO.	BK.46, PG.564
280800	HAYSE, B. J.	SOUTH PENN OIL CO.	BK.46, PG.566
280900	SNODGRASS, J. T., ET UX	SOUTH PENN OIL CO.	BK.46, PG.567
281000	MERRILL, S. R.	SOUTH PENN OIL CO.	BK.46, PG.569
281200	HILLBERRY, S. M., ET UX	SOUTH PENN OIL CO.	BK.47, PG.15
281300	SNODGRASS, J. D., ET AL	SOUTH PENN OIL CO.	BK.47, PG.16
281400	MORGAN, I. D., ET UX	SOUTH PENN OIL CO.	BK.47, PG.248
281500	BATSON, ELIAS, ET UX	SOUTH PENN OIL CO.	BK.49, PG.286
281600	LEMASTER, MARGARET, ET VIR	SOUTH PENN OIL CO.	BK.48, PG.136
281700	PETERSON, B. M., ET UX	SOUTH PENN OIL CO.	BK.48, PG.277
281900	FLUHARTY, HENRY	SOUTH PENN OIL CO.	BK.49, PG.114
282000	FLUHARTY, HENRY	SOUTH PENN OIL CO.	BK.49, PG.115
282100	FLUHARTY, J. M., ET AL	SOUTH PENN OIL CO.	BK.49, PG.117
282200	WRIGHT, NORVAL, ET UX	SOUTH PENN OIL CO.	BK.49, PG.118
282300	CUNNINGHAM, D. M., ET UX	SOUTH PENN OIL CO.	BK.49, PG.120
282400	WILEY, A. M., ET AL	SOUTH PENN OIL CO.	BK.49 PG.121
282500	HORNER, PETER, ET UX	SOUTH PENN OIL CO.	BK.49 PG.123
282700	WILEY, GEO. M., ET AL	SOUTH PENN OIL CO.	BK.49, PG.126
282900	WILEY, JOHN C., ET AL	SOUTH PENN OIL CO.	BK.49, PG.130
283000	WILEY, RICHARD, ET AL	SOUTH PENN OIL CO.	BK.49, PG.131
283100	FLUHARTY, WILLIAM, ET AL	SOUTH PENN OIL CO.	BK.49, PG.133
283200	WILEY, RICHARD, ET AL	SOUTH PENN OIL CO.	BK.49, PG.134
283300	FLUHARTY, DAVID, ET UX	SOUTH PENN OIL CO.	BK.49, PG.136

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EXHIBIT "E"
UNITIZED ACREAGE
STATE OF WEST VIRGINIA

14:54 TUESDAY, AUGUST 25, 1987 17

COUNTY=NETZEL

LEASE NO.	UNIT NAME	OPERATOR	RECORDING DATA
4743000	C. C. PENNICK UNIT	PENNZOIL COMPANY	
4743100	RACHEL WRIGHT UNIT	PENNZOIL COMPANY	
4743300	JAMES BOOTH UNIT	PENNZOIL COMPANY	
4743500	WILLIAM FLUHAITY UNIT	PENNZOIL COMPANY	
4744200	ANDERSON WILEY UNIT	PENNZOIL COMPANY - OPERATOR	
4744300	LUCY WILEY UNIT	PENNZOIL COMPANY - OPERATOR	
4744600	JANE WRIGHT UNIT	PENNZOIL COMPANY - OPERATOR	
4744800	LAURA F. HEARNE UNIT	PENNZOIL COMPANY - OPERATOR	
4745000	H.A. RISS UNIT	PENNZOIL COMPANY - OPERATOR	
4745100	GENINE ROBINSON UNIT	PENNZOIL COMPANY - OPERATOR	
4745200	H. L. SMITH UNIT	PENNZOIL COMPANY - OPERATOR	
4745300	JOHN STEVENS -OR STEPHENS- UNIT	PENNZOIL COMPANY - OPERATOR	
4745500	MARY WILEY UNIT	PENNZOIL COMPANY - OPERATOR	
4745600	EDGEELL HEIRS UNIT	PENNZOIL COMPANY - OPERATOR	
4745700	GEO. ENSHINGER UNIT	PENNZOIL COMPANY - OPERATOR	
4745800	M. P. HAYS UNIT	PENNZOIL COMPANY - OPERATOR	
4745900	I. D. MORGAN UNIT	PENNZOIL COMPANY - OPERATOR	
4746200	J. M. MORRIS UNIT	PENNZOIL COMPANY - OPERATOR	
4746300	WILLIAM PRICE UNIT	PENNZOIL COMPANY - OPERATOR	
4746500	L. G. ROBINSON UNIT	PENNZOIL COMPANY - OPERATOR	
4747000	PETERSON - FAIRCHILD - CAMPBELL UNIT	PENNZOIL COMPANY - OPERATOR	1.
4747100	MORRIS - PETERSON - MCINTIRE UNIT	PENNZOIL COMPANY - OPERATOR	1.
6749600	STRINGTOWN UNIT NO.2	PENNZOIL COMPANY-OPERATOR	

BK. 69A, PG. 123

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EXHIBIT "F"
RIGHT OF WAY AGREEMENT
STATE OF WEST VIRGINIA

15:02 TUESDAY, AUGUST 25, 1987 77

COUNTY=WETZEL

LEASE NO.	GRANTOR	GRANTEE	RECORDING DATA	MONTH	DAY	YEAR
167000	CAIN, IDRESS L.	PENNZOIL COMPANY	BK. 46 PG. 112	6	21	1978
168800	LYONS, ARCHIE B., ET UX	PENNZOIL COMPANY	BK. 46 PG. 169	8	30	1978
168900	ASH, LEO	PENNZOIL COMPANY	BK. 46 PG. 168	8	31	1978
170200	KILCOVNE, BERNICE C., ET AL.	PENNZOIL COMPANY	BK. 46 PG. 203	10	4	1978
189700	HAYNES, SHUMAN E. ET UX	PENNZOIL COMPANY	BK. 47, PG. 297	11	13	1979
192800	HUGGINS, EARL L. ET UX	PENNZOIL COMPANY	BK. 48, PG. 120	7	29	1980
196800	WEST VIRGINIA DEPARTMENT OF HIGHWAYS	PENNZOIL COMPANY		10	23	1979
196900	WEST VIRGINIA DEPARTMENT OF HIGHWAYS	PENNZOIL COMPANY		5	20	1980
201000	HUGGINS, ROBERT L., ET AL	PENNZOIL COMPANY	BK. 50 PG. 264	5	10	1982
202300	JOHNSTON, ROBERT E. ET UX	PENNZOIL COMPANY	BK. 48 PG. 479	12	4	1980
204700	WEST VIRGINIA DEPARTMENT OF HIGHWAYS	PENNZOIL COMPANY		8	14	1980
229600	WEST VIRGINIA DEPT. OF HIGHWAYS	PENNZOIL COMPANY		11	9	1981
249600	LIGGETT, BILLY E., ET UX	PENNZOIL COMPANY	BK. 55 PG. 130	8	6	1985
249700	SUMMERS, TIMOTHY L., ET UX	PENNZOIL COMPANY	BK. 55 PG. 134	8	6	1985
249800	SIMON, GEORGE P., ET UX	PENNZOIL COMPANY	BK. 55 PG. 132	8	6	1985

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383STATE OF WEST VIRGINIA, COUNTY OF WETZEL, TO-WIT:
OFFICE OF THE CLERK OF THE COUNTY COMMISSION OF WETZEL COUNTY.The foregoing paper writing was this day September 17, 1987, at 9:08 a.m.
presented for record in my office, and thereupon, together with the certificate thereto annexed, is admitted
to record.Teste: Mary Riggens Clerk,

County Commission of Wetzel County

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